

**UNITED STATES DISTRICT COURT  
FOR THE NORTHERN DISTRICT OF ILLINOIS  
EASTERN DIVISION**

ENCYCLOPAEDIA BRITANNICA, INC.,	)	
	)	
Plaintiff,	)	
	)	No. 08-CV-2752
v.	)	Hon. Rueben Castillo
	)	Magistrate Judge Martin C. Ashman
MARKUS SLEUWEN GUERRERO and	)	
ONLINE EDUCATION SYSTEMS, LLC,	)	
	)	
Defendants.	)	

**MOTION FOR LEAVE TO FILE DOCUMENTS UNDER SEAL**

Plaintiff Encyclopaedia Britannica, Inc. (“Encyclopaedia Britannica”) hereby requests that the Court grant it leave to file certain documents containing confidential information under seal. Those documents are: Plaintiff’s Reply in Support of Its Motion for Partial Summary Judgment, and Plaintiff’s Response to Defendant OES’ LR-56.1(b) Statement of Additional Facts, including all exhibits for each document (collectively, the “Confidential Documents”), which have been lodged with court pending this Motion. In support of this Motion, Encyclopaedia Britannica states:

1. On October 7, 2005, Encyclopaedia Britannica and OES entered into that certain License Agreement and Distribution Agreement dated October 7, 2005 (the “License Agreement”). Pursuant to that Agreement, the Parties agreed to maintain the existence and terms of such agreement as confidential. To meet its obligations under the License Agreement, Encyclopaedia Britannica is seeking to file the Confidential Documents which contain numerous and frequent descriptions of the terms of the License Agreement.

2. The Parties have not disclosed publicly, and consider to be confidential, the terms of the License Agreement.

3. The Parties have kept such confidential information secret and have disclosed such information only on a limited basis, if at all.

4. Plaintiff attempted to consult with Defendants regarding this Motion prior to filing it, but was unable to reach counsel for the Defendants. The parties, however, have filed their respective opening and responsive briefing under seal pursuant to agreed motions. Plaintiff will attempt to confer with Defendants again prior the date set for presenting this motion, and will inform the Court if there are no objections.

**WHEREFORE**, for the foregoing reasons, the Parties respectfully request that Encyclopaedia Britannica's Motion be granted, and that it may be permitted to file the Confidential Documents under seal.

Dated: August 15, 2008

Respectfully Submitted,  
ENCYCLOPAEDIA BRITANNICA, INC.

By: /s/ Blair R. Zanzig  
(one of its attorneys)

Douglas N. Masters  
Blair R. Zanzig  
LOEB & LOEB LLP  
321 North Clark Street, Suite 2300  
Chicago, Illinois 60610  
Telephone: (312) 464-3100  
Fax: (312) 464-3111

*Counsel for Encyclopaedia Britannica, Inc.*

**CERTIFICATE OF SERVICE**

I hereby certify that on this 15th day of August 2008, a copy of Plaintiff's Motion to File Documents Under Seal were filed electronically. Notice of this filing will be sent to the following parties by operation of the Court's electronic filing system. Parties may access this filing through the Court's system.

Eric Osterle, Esq.  
MILLER SHAKMAN AND BEEM LLP  
180 N. LaSalle Street, Suite 3600  
Chicago, Illinois 60601

*Counsel for Defendants*

/s/ Blair R. Zanzig